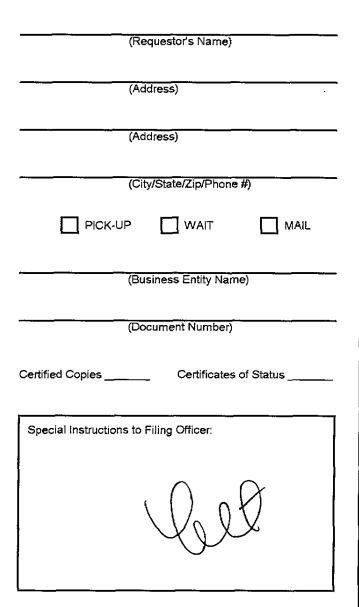
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CUP OF LIFE, LLC 1779 Towering Oak Drive Sarasota, FL 34232 941-342-8898

Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314

May 18, 2004

Dear Sir or Madam:

Document No: L01000019176

FEI No: 35-2164882

Please find attached amendment to our Articles or Organization.

I also enclose check for \$25.00 to register this amendment.

Thanking you

J. Smith MGRM

For Cup of Life LLC

p.s. I also etdose post Antides briging up to date the correct new one.

685 676 671



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 2, 2004

CUP OF LIFE, LLC 1779 TOWERING OAK DRIVE SARASOTA, FL 34232

SUBJECT: CUP OF LIFE, L.L.C. Ref. Number: L01000019176

We have received your document for CUP OF LIFE, L.L.C., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$25.00.

There is a balance due of \$25.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas Document Specialist

Letter Number: 004A00037808

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF CUP OF LIFE, L.L.C.

First:

The date of filing of the Articles of Organization was November 2,

2001.

Second:

The following amendments to the Articles of Organization were adopted by all of the members of the limited liability company:

Article IV - Registered Agent

The name and street address of the registered agent of the company in the State of Florida is:

John Smith 1779 Towering Oak Drive Sarasota, FL 34232

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

JOHN SMITE

Article VIII - Management

The limited liability company is to be managed by the members of the company and, if therefore, a member-managed company. The name and address of each member is set forth below:

John Smith 1779 Towering Oak Drive Sarasota, FL 34232 Hillary Smith 1779 Towering Oak Drive Sarasota, FL 34232

Dated: May _____ 2004

JOHN SMITH Member

W:\Smith, Hillary & John\Articles of Amendment.wpd